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Guy M Hicks
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September 17, 2004

VIA HAND DELIVERY

Hon. Pat Miller
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc and ICG Telecom Group, Inc Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*
Docket No 04-00304

Dear Chairman Miller

Pursuant to Section 252(e) of the Telecommunications Act of 1996, ICG Telecom Group, Inc and BellSouth Telecommunications, Inc are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated March 9, 2003. The Amendment provides for Local Number Portability recovery.

Thank you for your attention to this matter

Sincerely yours,



Guy M Hicks

cc: Executive Vice President – Governmental & External Affairs, ICG Telecom Group, Inc
General Counsel, ICG Telecom Group, Inc

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and ICG Telecom Group, Inc Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. _____

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND ICG TELECOM GROUP, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, ICG Telecom Group, Inc. ("ICG") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated March 9, 2003 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, ICG and BellSouth state the following:

1. ICG and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to ICG. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on May 12, 2003.

2. The parties have recently negotiated an Amendment to the Agreement which provides for Local Number Portability recovery. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, ICG and BellSouth are submitting their Amendment to the TRA for its consideration and

approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and ICG within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. ICG and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to Section 252(i) of the Act, BellSouth shall make the Agreement available upon the same terms and conditions contained therein.

ICG and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 17th day of Sept, 2004.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC

By: 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 17 day of Sept, 2004:

ICG Telecom Group, Inc.
Executive Vice President – Governmental
& External Affairs
161 Inverness Drive West
Englewood, Colorado 80112

ICG Telecom Group, Inc.
General Counsel
161 Inverness Drive West
Englewood, Colorado 80112

A handwritten signature in black ink, appearing to be 'Guy M. Hicks', written over a horizontal line.

Guy M. Hicks

**Amendment
To the
Interconnection Agreement
Between
ICG Telecom Group, Inc.
and
BellSouth Telecommunications, Inc.
Dated March 9, 2003**

Pursuant to this Amendment, (the "Amendment"), ICG Telecom Group, Inc. ("ICG"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated March 9, 2003 ("Agreement") to be effective 30 days after the date of the last signature executing the Amendment.

WHEREAS, BellSouth and ICG entered into the Agreement on March 9, 2003, and,

WHEREAS, BellSouth and ICG are amending the Agreement to modify Local Number Portability (LNP) recovery charge pursuant to the Order in the matter of the Telephone Number Portability BellSouth Corporation Petition for Declaratory Ruling and/or Waiver, CC Docket No. 95-116, released April 13, 2004;

NOW, THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows:

- 1 The Parties agree to delete in their entirety all rate elements and USOCs identified as "Local Number Portability charges" in Exhibit A of Attachment 2, as specified by the following USOCs LNPCX, LNPCP, LNPCN, and LNPCC
- 2 The Parties agree to add the following language to Sections 4 and 5, as new Sections 4.6 and 5.5, respectively, of Attachment 2:
 - In addition to other charges specified in this Agreement for Local Number Portability ICG shall pay to BellSouth the Local Number Portability charges as set forth in Section 13 of the BellSouth FCC No. 1 Tariff;
- 3 All of the other provisions of the Agreement dated March 9, 2003 shall remain unchanged and in full force and effect
4. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996.

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below

BellSouth Telecommunications, Inc.

By: 

Name: Kristen E. Rowe

Title: Director

Date: 7/29/04

ICG Telecom Group, Inc.

By: 

Name: Michael D. Kallet

Title: EVP Operation, CTO

Date: 6.25.04